

Hearing Date and Time: March 22, 2007, 10:00 a.m.
Objection Deadline: March 15, 2007, 4:00 p.m.
(Prevailing Eastern Time)

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Canadian Counsel for Delphi Corporation et al.,
Debtors and Debtors-in-Possession

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

DELPHI CORPORATION, et al.

Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

**NOTICE OF THIRD INTERIM FEE APPLICATION OF
BLAKE, CASSELS & GRAYDON LLP AS CANADIAN COUNSEL FOR
DEBTORS FOR ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES UNDER
11 U.S.C. §§330 AND 331**

PLEASE TAKE NOTICE that on November 30, 2006, Blake, Cassels & Graydon LLP ("Blakes"), Canadian counsel for Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases, served its Third

Interim Fee Application for Payment of Interim Compensation and Reimbursement of Expenses under 11 U.S.C. §§ 330 and 331 for the period from June 1 to September 30, 2006 (the "Fee Application").

PLEASE TAKE FURTHER NOTICE that a hearing to consider approval of the Fee Application will be held on March 22, 2007 at 10:00 a.m. (Prevailing Eastern Time) (the "Hearing") before the Honourable Robert D. Drain, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Fee Application must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York and the Order Under 11 U.S.C. § 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 as amended by supplemental orders thereto dated March 8, March 28, May 5 and July 12, 2006 (Docket Nos. 869, 2747, 2986, 3630 and 4545, respectively) (collectively, the "Compensation Orders"), (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honourable Robert D. Drain, United States Bankruptcy Judge; and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098, Att'n: General Counsel, (ii) Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606, Att'n: John Wm. Butler, Jr., Esq., (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10044, Att'n: Alicia M. Leonhard, Esq., (iv) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022-4802, Att'n: Robert J. Rosenberg Esq., (v) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017, Att'n: Marissa Wesley, Esq., (vi) counsel for the agent under the Debtors' postpetition credit facility, Davis Polk & Wardell, 450 Lexington Avenue, New York, New York 10017,

Att'n: Marlane Melican, Esq., and (vii) the following members of the Fee Committee not included above: John D. Sheehan, Vice President and Chief Restructuring Officer, Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098; and Valeria Venable, Credit Manager, GE Plastics, Americas, 9930 Kincey Avenue, Huntersville, North Carolina 28078, in each case so as to be received no later than **4:00 p.m. (Prevailing Eastern Time) on March 15, 2007** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Compensation Orders will be considered by the Bankruptcy Court at the Hearing. If no objections to the Fee Application are timely filed and served in accordance with the procedures set forth herein and in the Compensation Orders, the Bankruptcy Court may enter an order granting the Fee Application without further notice.

Dated: Toronto, Ontario
November 30, 2006

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Debtors and Debtors in Possession

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